

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re

MOTORS LIQUIDATION COMPANY, *et al.*,
f/k/a General Motors Corp., *et al.*

Debtors.

Chapter 11 Case No. 09-50026 (REG)

(Jointly Administered)

**ORDER GRANTING MOTION OF THE
REVITALIZING AUTO COMMUNITIES ENVIRONMENTAL RESPONSE TRUST FOR AN ORDER
PURSUANT TO 11 U.S.C. §§ 105 AND 1142 TO ENFORCE DEBTORS' PAYMENT OBLIGATIONS
UNDER THE SECOND AMENDED
JOINT CHAPTER 11 PLAN AND THE CONFIRMATION ORDER**

Upon the Motion ("Motion")¹ of the Revitalizing Auto Communities Environmental Response Trust for an order pursuant to 11 U.S.C. §§ 105 and 1142 to enforce Debtors' payment obligations under (i) Debtors' Second Amended Joint Chapter 11 Plan dated March 18, 2011; and (ii) this Court's Order, dated March 29, 2011, confirming the Plan; and due and proper notice of the Motion having been provided, and it appearing that no other or further notice need be provided; and the Court having found and determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon the record of the hearing on December 8, 2011; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the relief requested in the Motion is granted in its entirety; and it is further

¹ Capitalized terms used herein and not otherwise defined herein shall have the meaning ascribed to such terms in the Motion.

ORDERED that Debtors shall transfer to RACER \$13,505,874, together with interest thereon calculated from March 31, 2011 through the date of this Order in the amount of _____; and it is further

ORDERED that the Debtors shall transfer such amount within the earlier of (a) two business days of the entry of this Order, or (b) one business day prior to Debtors' dissolution; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters **arising from or related to this Order.**

Dated: New York, New York

_____, 2011

Honorable Robert E. Gerber
United States Bankruptcy Judge